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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

2010

For calendar year 2010, or tax year beginning **November 23**, 2010, and ending **December 31**, 2010

G Check all that apply Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation

The GEO Group Foundation, Inc

A Employer identification number

27-4034030

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

621 NW 53RD ST**700**

B Telephone number (see page 10 of the instructions)

561-999-7427

City or town, state, and ZIP code

BOCA RATON, FL 33487C If exemption application is pending, check here ► D 1. Foreign organizations, check here ►
2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► **\$ 0.00** **J** Accounting method Cash Accrual
 Other (specify) **(Part I, column (d) must be on cash basis)**

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0	0	
	4 Dividends and interest from securities	0	0	0	
	5a Gross rents	0	0	0	
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	0			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications			0	
	10a Gross sales less returns and allowances				
	b Less. Cost of goods sold				
	c Gross profit or (loss) (attach schedule)	0		0	
	11 Other income (attach schedule)		0	0	
	12 Total. Add lines 1 through 11	0	0	0	

Revenue	13 Compensation of officers, directors, trustees, etc	0		
	14 Other employee salaries and wages	0		
	15 Pension plans, employee benefits	0		
	16a Legal fees (attach schedule)	0		
	b Accounting fees (attach schedule)	0		
	c Other professional fees (attach schedule)	0		
	17 Interest	0		
	18 Taxes (attach schedule) (see page 14 of the instructions)	0		
	19 Depreciation (attach schedule) and depletion	0		
	20 Occupancy	0		
	21 Travel, conferences, and meetings	0		
	22 Printing and publications	0		
	23 Other expenses (attach schedule)	0		
	24 Total operating and administrative expenses.			
	Add lines 13 through 23	0		
	25 Contributions, gifts, grants paid	0		
	26 Total expenses and disbursements. Add lines 24 and 25	0	0	0
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses and disbursements	0		
	b Net investment income (if negative, enter -0-)	0		
	c Adjusted net income (if negative, enter -0-)			0

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form 990-PF (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	0		
	2	Savings and temporary cash investments	0		
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►	0		
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►	0		
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►	0		
	8	Inventories for sale or use	0		
	9	Prepaid expenses and deferred charges	0		
	10a	Investments—U S and state government obligations (attach schedule)	0		
	b	Investments—corporate stock (attach schedule)	0		
	c	Investments—corporate bonds (attach schedule)	0		
	11	Investments—land, buildings, and equipment basis ►	0		
	Less accumulated depreciation (attach schedule) ►	0			
12	Investments—mortgage loans	0			
13	Investments—other (attach schedule)	0			
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►	0			
15	Other assets (describe ►)	0			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	0	0	0	
Liabilities	17	Accounts payable and accrued expenses	0	0	
	18	Grants payable	0	0	
	19	Deferred revenue	0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ►)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	0	0	
	25	Temporarily restricted	0	0	
	26	Permanently restricted	0	0	
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)			
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	0	0	

Part III **Analysis of Changes in Net Assets or Fund Balances**

- 1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)
- 2 Enter amount from Part I, line 27a
- 3 Other increases not included in line 2 (itemize) ►
- 4 Add lines 1, 2, and 3
- 5 Decreases not included in line 2 (itemize) ►
- 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30

1	0
2	0
3	0
4	0
5	0
6	0

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	NONE				
b					
c					
d					
e					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a					
b					
c					
d					
e					
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))	
2009				
2008				
2007				
2006				
2005				
2 Total of line 1, column (d)			2	
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3	
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4	
5 Multiply line 4 by line 3			5	
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	
7 Add lines 5 and 6			7	
8 Enter qualifying distributions from Part XII, line 4			8	
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.				

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	0
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	
11	Enter the amount of line 10 to be. Credited to 2011 estimated tax ►	Refunded	► 11

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	✓
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	✓
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ 0 (2) On foundation managers ► \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	✓
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	✓
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	✓
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	✓
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	✓
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	✓
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	✓
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► Florida		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach expla Stm.#10	8b	✓
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	9	✓
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	✓

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► www.geogroupfoundation.com	13	✓
14	The books are in care of ► The GEO Group, Inc Located at ► 621 NW 53 ST STE 700, Boca Raton, FL	Telephone no. ► 561-999-7427 ZIP+4 ► 33487	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		► 15
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	16	Yes ✓ No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly).		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? ► <input type="checkbox"/>	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) ► N/A		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ► <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2b	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions) ► <input type="checkbox"/>	3b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____	4a	✓
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) ► <input type="checkbox"/>	4b	✓
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ► <input type="checkbox"/>		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? ► <input type="checkbox"/>		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See STATEMENT 1 attached				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ►

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		►

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	NONE	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
3	All other program-related investments. See page 24 of the instructions	
Total. Add lines 1 through 3		► 0

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	
6	Minimum investment return. Enter 5% of line 5	6	0

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2010 from Part VI, line 5 .	2a	
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	0

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	
b	Cash distribution test (attach the required schedule)	5	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	0
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2010			0	
a Enter amount for 2009 only				
b Total for prior years 20 ___, 20 ___, 20 ___				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$			0	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling				►
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter (1) Value of all assets (2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b	"Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				
c	"Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) (3) Largest amount of support from an exempt organization (4) Gross investment income				

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

See STATEMENT 2 through STATEMENT 9.

b The form in which applications should be submitted and information and materials they should include

See STATEMENT 2 through STATEMENT 9

6 Any submission deadlines:

See STATEMENT 2 through STATEMENT 9

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

See STATEMENT 2 through STATEMENT 9

Part XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NONE				
Total				► 3a 0
b <i>Approved for future payment</i>				
NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

N/A

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	a				
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					
13 Total Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions on page 29 to verify calculations)

13

0

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions.) ▼

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
		N/A	
a	Transfers from the reporting foundation to a noncharitable exempt organization of.	1a(1)	
	(1) Cash	1a(2)	
	(2) Other assets		
b	Other transactions	1b(1)	
	(1) Sales of assets to a noncharitable exempt organization	1b(2)	
	(2) Purchases of assets from a noncharitable exempt organization	1b(3)	
	(3) Rental of facilities, equipment, or other assets	1b(4)	
	(4) Reimbursement arrangements	1b(5)	
	(5) Loans or loan guarantees	1b(6)	
	(6) Performance of services or membership or fundraising solicitations		
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign
Here

111
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

01/19/11
Date

VP - TAX

✓ Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►			Firm's EIN ►	
	Firm's address ►			Phone no	



June 13, 2011

Department of the Treasury
Internal Revenue Service
Ogden, UT 84201-0027

Corporate Headquarters
One Park Place, Suite 700
621 Northwest 53rd Street
Boca Raton, Florida 33487

MAIN TEL 561 893 0101
TOLL FREE 866 301 4436
www.geogroup.com

Attn: Compliance unit

Entity: The GEO Group Foundation Inc.
EIN: 27-4034030
Form: 990 - PF
Tax Period: November 23, 2010 - December 31, 2010
Re: Request to waive Late File Penalty

Dear Sir/Madam:

This letter is a statement of The GEO Group Foundation Inc. acknowledging that its initial Form 990-PF has been filed late

The reason for filing late is due to the tax department staff shortage and multiple staff changes during the taxable period. More so, a recent departure in May 2011 of the tax manager who handled The Geo Group Foundation compliance responsibility has resulted in disruption ordinary and prudent care for the foundation's initial tax compliance.

In light of the above, I respectfully request you waive the late filing penalty. If I can provide additional information, please find my contact information below.

Sincerely,

A handwritten signature in black ink, appearing to read "Marcel Maier".

Marcel Maier
VP - Tax
The Geo Group, Inc.
621 NW 53rd Street, Suite 700
Boca Raton, FL 33487
Business phone: 561-999-7436

Enclosures: IRS Form 990-PF

THE GEO GROUP FOUNDATION, INC.
FORM 990-PF, Part VIII, Line 1
EIN 27-4034030
DECEMBER 31, 2010

STATEMENT 1

November 23, 2010 - December 31, 2010

List of officers, directors, trustees, foundation managers and their compensation

Name	Title	Hrs/Wk	Address	Compensation
George C Zoley	Chairman and President	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE
Brian R Evans	Director and Vice President	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE
John M Hurley	Director	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE
Jorge A Dominicus	Director	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE
Pablo E Paez	Director and Executive Director	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE
Marcel Maier	Treasurer	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE
John J Bulfi	Secretary	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE
Katharine M Osborne	Community Outreach Coordinator	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE
Gina M Larcen	Employee Outreach Coordinator	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE
Fred W Gross	Bookkeeper	< 1 hr	621 N W 53 Street, Suite 700 Boca Raton, FL 33487	NONE



Charitable Donation Request Instructions

THE GEO GROUP FOUNDATION, INC.

The GEO Group Foundation, Inc. supports students, local schools, and local charitable organizations in communities where GEO's Facilities and operations are located. The GEO Group Foundation is governed by a Board of Directors, and its mission is to support the charitable involvement of GEO Group employees and facilities throughout the United States.

TIMELINE/DEADLINE FOR REQUESTS

Donation request forms must be submitted to the Foundation at least **thirty (30) days** prior to the required date in order for the request to be processed and approved.

Donation requests should strive to be consistent with contributions previously budgeted by individual facilities. These requests will be considered based on the availability of funds.

REQUIRED DOCUMENTS CHECKLIST

All Donations Must Be Made to: Scholarships, Tax Exempt Non-Profit 501(c)(3)'s or 501(c)(6)'s, Public Schools, and Government Entities.

Ask the charitable organization if they are a documented non-profit 501(c)(3) or 501(c)(6). All non-profit organizations (501(c)(3)'s & 501(c)(6)'s) have a document of approval from the IRS and the State Treasury Office.

You may search for the charity on the IRS website at:

<http://www.irs.gov/app/pub-78/>

Fill out a Charitable Donation Request form. The Document is attached. The "Make Check Payable to:" line must be filled out with the charitable organization's documented name as stated by the IRS or with the name of the public school or government entity.

Attach support documentation. It can be any marketing material, brochures, website snapshot, etc. of the organization.

Ask the organization for a copy of their W-9 Form. This is for the GEO Foundation files. Once it is submitted and filed you do not have to resubmit a copy of the W-9 Form in the future.

Attach completed and signed Regional/Corporate approval form.

For any questions or concerns, please feel free to call Abe Cohen at 561-999-7455 or via email at Acohen@geogroup.com.



STATEMENT 2



Scholarship Request Instructions & Guidelines

1. All Facilities must have a local facility committee that consists of no less than three panel members. The local facility committee will receive and review all the Facility Scholarship Applications. An approved Scholarship Application template is attached.
2. The scholarship applications will be reviewed and selected by the local facility committee based on financial need, merit (i.e. GPA, community involvement, etc.), and the essay submission.
3. Children of GEO employees are eligible for the scholarships, but should not be given preference over any other students due to their relationships. The decisions must be based solely on the criteria of the application. (i.e. financial need, merit, essay etc.)
4. The local facility committee will recommend scholarship recipients to The GEO group Foundation by submitting the attached Scholarship Recommendations Form.
5. Once the scholarship recommendation form has been submitted, The GEO group Foundation will provide final approval.
6. Payment will be made directly to the College or University after the student provides proof of enrollment and the facility sends in a Scholarship Payment Request Form, which is attached.

Attached Documents

- Charitable Donation Request Form
- Facility Scholarship Application
- Scholarship Recommendation Form
- Scholarship Payment Request Form

Branding and Recognition Guidelines

The GEO Group Foundation appreciates all the generous dedication and charitable involvement that our facilities put forth to support charities and organizations in their local communities. The following guidelines have been developed to ensure that these positive contributions are properly highlighted and recognized.

1. General Use of the Logo & Recognition Guidelines

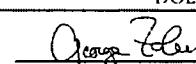
In connection with a charitable donation, most recipient organizations will recognize/highlight donations through advertisements, flyers, thank you letters, recognitions at events, etc. To the extent possible, The GEO Group Foundation's name and logo should be used in addition to each respective facility's name for such recognitions.

- For example: If a GEO facility has a sponsorship banner at a charity event, the banner should have The GEO Group Foundation logo and name along with the facility's name.

2. Check Presentations

If a "Big Presentation Check" is used when delivering a charitable donation, please follow the template below. The logo and name of The GEO Group Foundation along with the name of the facility should be used as shown. GEO Facilities are encouraged to work with Kalia Mancell (kmancell@geogroup.com) to create an image/mock-up of the presentation check that can be sent to a local printing vendor

Must use The
GEO Group
Foundation logo.

 The GEO Group Foundation, Inc. South Bay Correctional Facility		DATE June 1, 2011
PAY TO THE ORDER OF	American Cancer Society	\$ 2,500 00
<i>Two Thousand Five Hundred</i>		DOLLARS
		

3. Features in the GEOWorld

It is The GEO Group Foundation's goal to feature the positive charitable donations from GEO Facilities in the GEOWorld magazine. In order for a donation to be featured in the GEOWorld, a short article (300-500 words) describing the donation/event along with a hi-res photo (300dpi or higher) should be emailed to Kalia Mancell (kmancell@geogroup.com). A Photo Release Form (which is attached) should also be signed by any person in the photo.

For any questions about these guidelines, please contact Abe Cohen at 561-999-7455 or acohen@geogroup.com.

The GEO Group Foundation, Inc.
Charitable Donation Request Form
Fax to 561-999-7455 or Email to Acohen@geogroup.com

Submission Date: _____

Name of Facility: _____

Address: _____

City: _____ State: _____ ZIP: _____

Facility Contact: _____

Title: _____

Phone: () -

TYPE OF DONATION REQUEST:

- Scholarships Public School or College Governmental Agency
- Tax Exempt Charity (501(c)(3) (i.e. Charities, American Cancer Society, United Way, Etc)
- Tax Exempt 501(c) (6) (i.e. Chamber of Commerce's, Economic Development Corps., Legal Development Boards, Etc)

Make Check Payable To: (Must match the name of the organization)

Requested Amount (dollars): _____

Date the Donation is Required by _____

Brief Description of Request:

Please attach other sources of support for this event/project that you have already received or are pursuing, as well as any other support documents.



STATEMENTS

For Facility Use Only

GEO Facility Name:

Due Date.

Facility Scholarship Application

PLEASE TYPE OR PRINT CLEARLY. YOUR HIGH SCHOOL _____

Full Name _____ Current Age _____ Current Grade _____ Male _____ Female _____

Name (you wish on award) _____

Address _____ City _____ State _____ Zip _____

Home Phone _____ E-Mail Address _____

Parents: Parent or Guardian _____

Address _____

City, State, Zip _____

Home Phone

Work Phone

Education: Cumulative Grade Point Average _____ Rank in Class _____

Please include the following information with your application:

- Academic/Extracurricular Activities: (Positions held and responsibilities)
- A 200 word essay demonstrating financial need and expressing reasons for deserving the scholarship
- Three letters of reference
- A copy of your high school transcript

Applicant's Signature _____

Parent/Guardian's Signature _____

Selection of grant recipients will be based solely upon objective standards, including, but not limited to, prior academic performance, financial need, scores on ability and aptitude tests, recommendations from instructors or other individuals not related to the applicant, and letters of reference as to the applicant's motivation, character, ability, and potential.

Grants will be provided for the charitable and educational benefit of all students in the community on an equal basis. No preference or priority will be given to children of employees of The GEO group Foundation, The GEO Group or any of its affiliated companies over others in the selection of grantees.

STATEMENT 7



The GEO Group Foundation, Inc.
Creating a World of Opportunities

Scholarship Recommendation Form

On _____ the Scholarship Selection Committee at the
(Insert Date)

_____ Facility recommends that the students
(Name of Facility)
listed below receive a \$_____ scholarship grant for the
(Insert Dollar Amount)
upcoming academic year.

Please include list of students below: (Provide additional names on separate page if needed)

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____
7. _____
8. _____
9. _____
10. _____

Selection Committee

Print Name & Title

Print Name & Title

Print Name & Title

Signature

Signature

Signature

STATEMENT 8



Scholarship Payment Request Form

GEO Facility List: _____

Student Name: _____

University or College Attending:

Amount of Scholarship: _____

Date: _____

Please Attach Proof of Enrollment, (i.e. Copy of Class Schedule):

STATEMENT 9

THE GEO GROUP FOUNDATION, INC.
FORM 990-PF, Part VII-A, Line 8b
EIN 27-4034030
December 31, 2010

STATEMENT 10

The GEO Group Foundation Inc. was organized in 2010 and no funds were received until 2011
The foundation is in the process of furnishing a copy of Form 990-PF to the Florida Attorney General